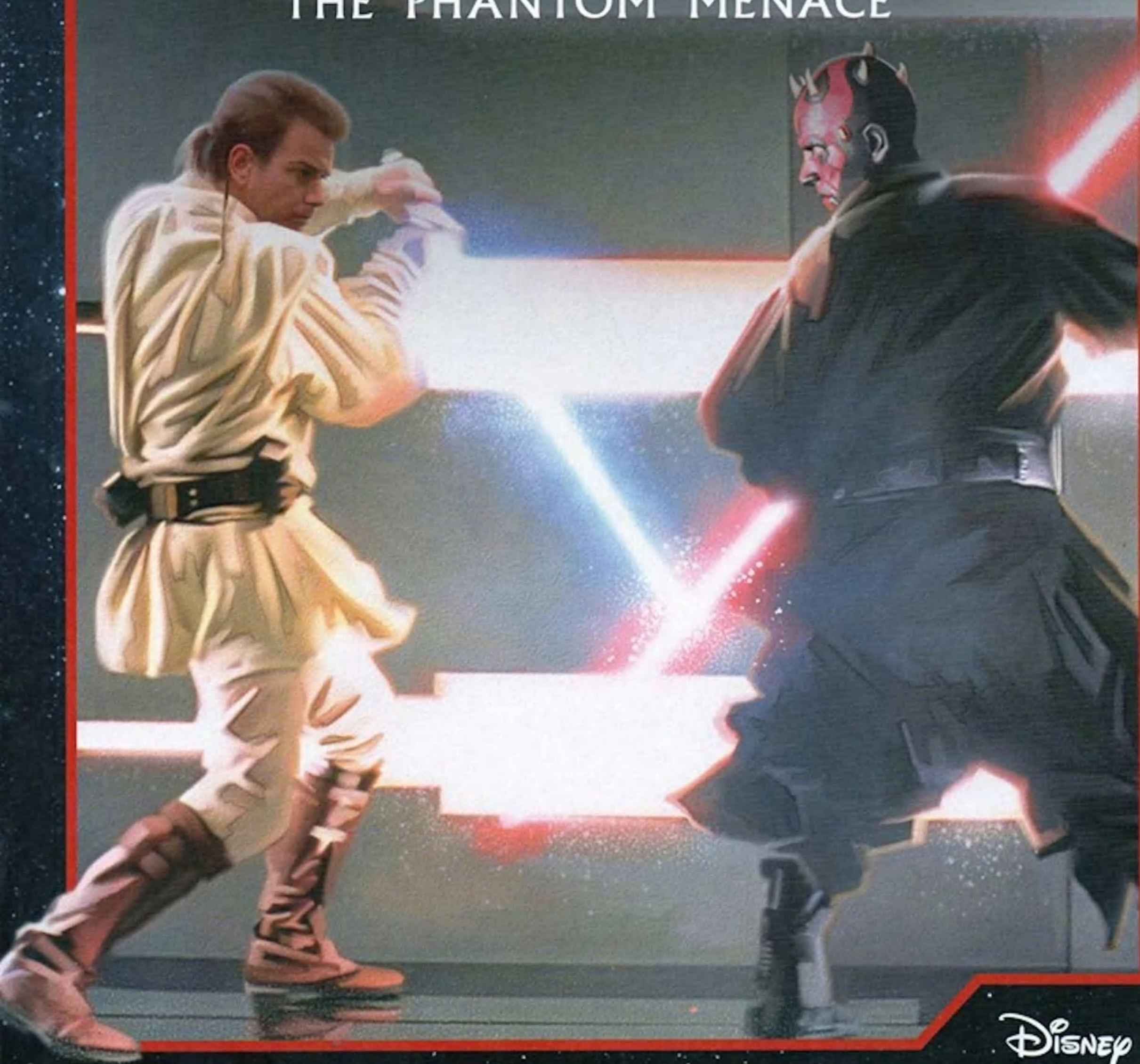
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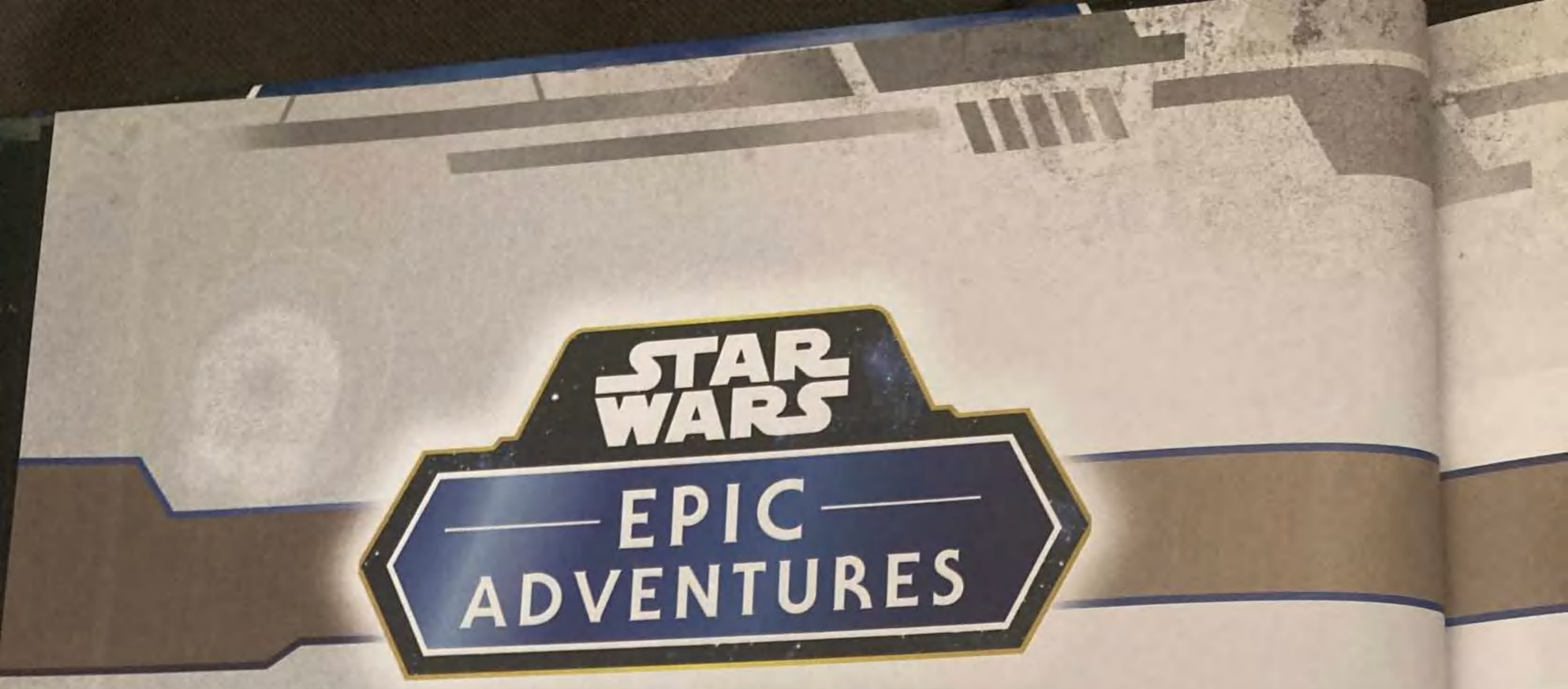
THE PHANTOM MENACE

Based on the story
and screenplay by
George Lucas

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DATABANK

Words in the story appearing in **bold** *can be found in this databank.*

Astromech: Droids like R2-D2 that repair ships and help pilots navigate the skies.

Droidekas: Three-legged, multi-blaster destroyer droids. Each has a built-in deflector shield for protection.

The Force: An energy field created by all living things. It binds the galaxy together and has both a dark side and a light side.

Gungans: Secretive inhabitants of Naboo who mainly live in underwater cities, but who can also survive on land.

Jedi: Guardians of peace and justice in the galaxy who use the light side of the Force. They belong to the Jedi Order.

Jedi Council: The Jedi Masters who oversee the Jedi Order.

Padawan: A young apprentice who is training to be a Jedi.

Podrace: A sporting event in which racers pilot multi-engine vehicles through narrow canyons at high speeds.

The Sith: An ancient order trained in the dark side of the Force. Also referred to as dark Force wielders, there are always two—a master and an apprentice.

WHO'S WHO

THE JEDI



Yoda Grand Master of the Jedi



Mace Windu Strong Jedi Master



Qui-Gon Jinn Powerful Jedi Master



Obi-Wan Kenobi Jedi-in-training

THE SITH AND THEIR ALLIES



Darth Sidious Sith Lord



Darth Maul Sith apprentice



Nute Gunray Viceroy of the Trade Federation

BRAVE FRIENDS OF THE JEDI



Anakin Skywalker Slave on Tatooine



Queen Amidala Elected ruler of Naboo



Jar Jar Binks Gungan resident of Naboo



C-3PO Protocol droid



R2-D2 Astromech droid



EPISODE I

THE PHANTOM MENACE

Hello. I am C-3PO, human-cyborg relations. This is my counterpart, R2-D2, and our associate, BB-8. We have shared many adventures together over the years. Why, I daresay we've saved the galaxy several times, with the help of the Jedi and some very brave friends, of course.

It hasn't always been easy—you're quite right Artoo, it's rarely been easy.

What's that BB-8? How did Artoo and I meet? Well, that is a fascinating story, and I am more than happy to share it with you.

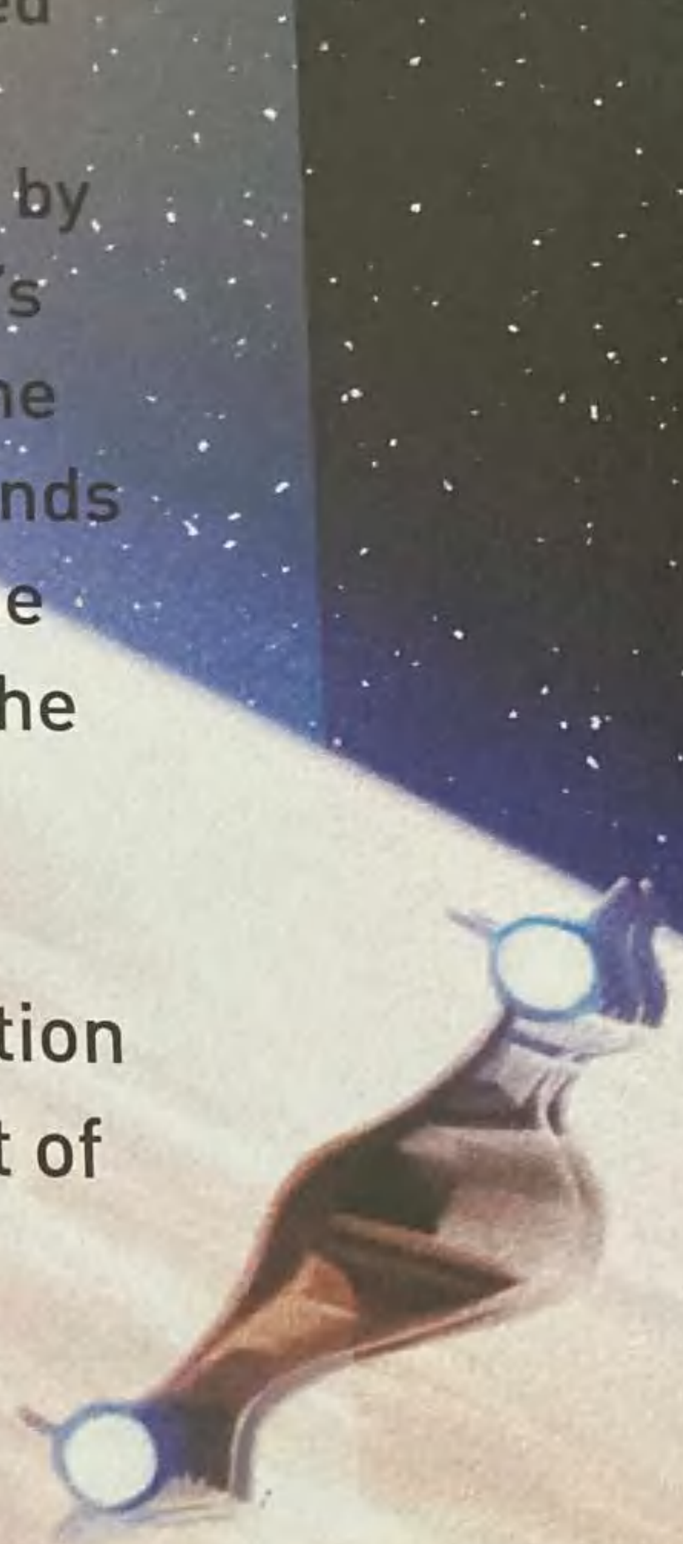
CHAPTER I

THE TRADE BLOCKADE

Alright, BB-8, where shall I begin?

Well, I suppose it's important to explain that back when R2-D2 and I met, the galaxy had been governed by the Galactic Republic for over a thousand years. Order was upheld by the Galactic Senate—the Republic's ruling body. It was led by a Supreme Chancellor and made up of thousands of senators from planets across the galaxy. Peace was maintained by the brave Knights of the Jedi Order.

But darkness loomed on the horizon. The greedy Trade Federation had blockaded the peaceful planet of Naboo with deadly battleships, keeping food and supplies from reaching the planet's surface.



The people of Naboo were suffering. The Supreme Chancellor sent two Jedi Knights—Jedi Master Qui-Gon Jinn and his **Padawan**, Obi-Wan Kenobi—to negotiate a treaty with the leader of the Trade Federation, Viceroy Nute Gunray.

You see, BB-8, the Jedi have been the guardians of peace and justice in our galaxy for over a thousand generations. But the Trade Federation, well . . . they were neither peaceful nor just. Not in my humble opinion!

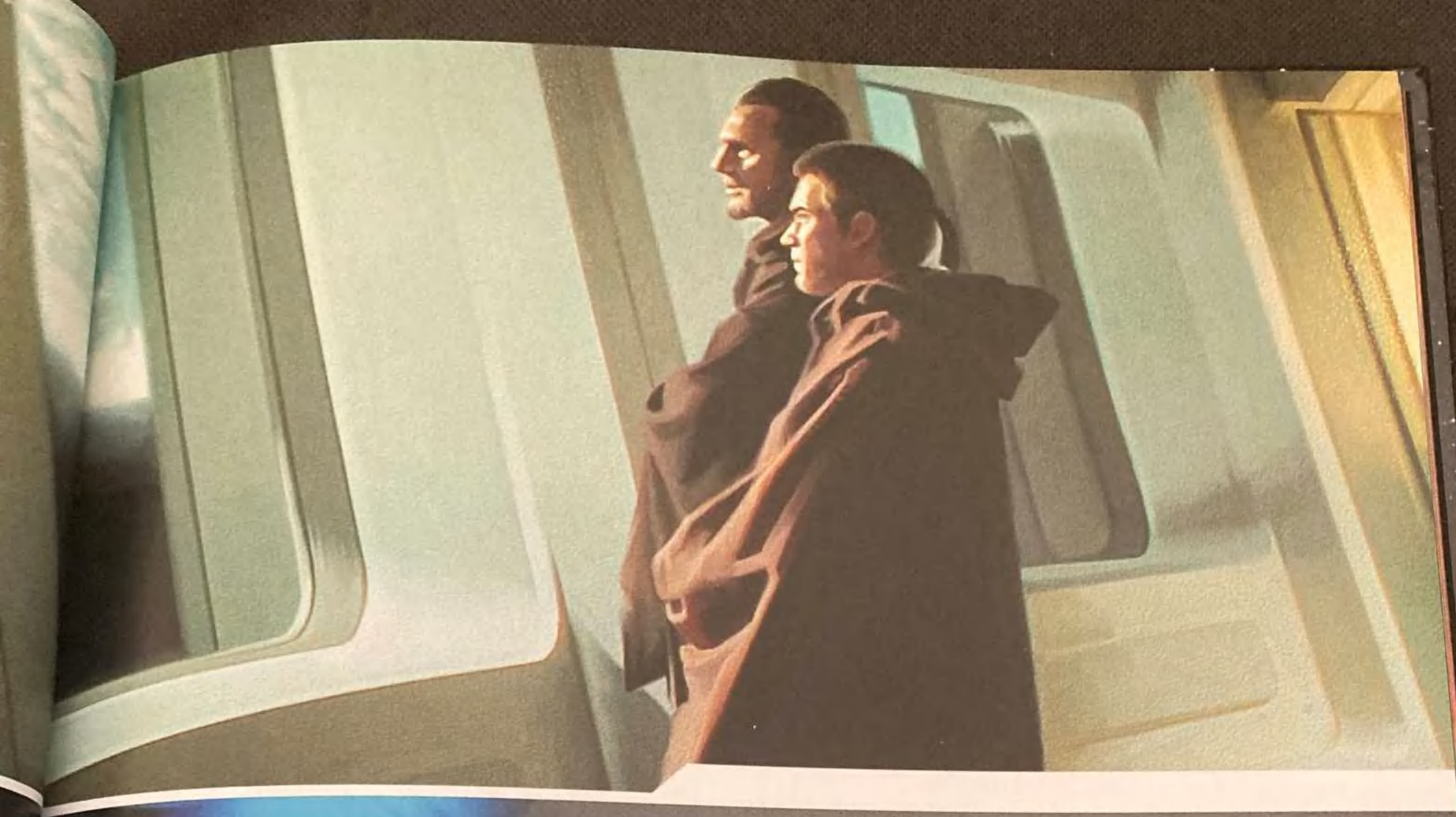




When the Jedi reached the blockade base, a protocol droid greeted them and led them to a large room to wait for the viceroy.

Obi-Wan had a bad feeling about the whole ordeal, and I don't blame him!

But Qui-Gon had trust in **the Force**, and in the Trade Federation's cowardice.





Little did the two Jedi know that Viceroy Gunray had contacted Darth Sidious, the cruel **Sith** Lord who secretly ran the Trade Federation. Darth Sidious did not want the Jedi to interfere with his plans. He ordered the viceroy to kill Qui-Gon and Obi-Wan!

Now, now, don't worry, BB-8. Let me keep telling the story.

The viceroy directed his battle droids to destroy the Jedi's Republic Cruiser. *How a droid could be programmed to do such a thing is beyond my wildest imagination, but I digress.* The viceroy also had deadly gas pumped into the room where Qui-Gon and Obi-Wan were waiting!



The Jedi held their breath, activated their lightsabers, and started for the door. Their green and blue blades were barely visible through the poisonous fog.

Yes, BB-8, I'm sure the protocol droid was unharmed. We droids are not affected by such toxins.

When the viceroy's battle droids opened the blast door, the Jedi were waiting for them. Qui-Gon leapt toward the attackers, slicing his green lightsaber through the air.



Nearby, Obi-Wan used the Force to send a group of droids soaring across the room.

The Jedi defeated the battle droids, but they still needed to *find the* viceroy. Qui-Gon turned to the door behind him.



Qui-Gon drove his lightsaber through the door that separated him from Viceroy Gunray. The viceroy jumped as the door began to melt before him!

Yes, Artoo, I'm sure you would like to have a lightsaber, but how glad I am that you don't. Now, can I continue with the story?





The viceroy ordered his deadliest destroyer droids to attack the Jedi.

At the sight of the monstrous rolling droids, Qui-Gon pulled his lightsaber from the door. Both Master and Padawan held tight to their weapons as the viceroy's **droidekas** opened fire. The shots pushed the Jedi back. They swung their lightsabers to block the blasts, but the droidekas had protective shields, and they were not backing down.

The Jedi had no choice but to try to escape!



Qui-Gon and Obi-Wan climbed a ventilation shaft and secretly made their way to the hangar. Instead of finding their cruiser, they discovered an army of battle droids boarding ships to Naboo. The Jedi realized that the Trade Federation planned to take over the planet!



Qui-Gon and Obi-Wan needed to warn the people of Naboo, so they sneaked on board one of the ships to get to the planet below.

Yes, yes, BB-8, I know you're good at hiding on ships, too.

CHAPTER 2
ESCAPE FROM NABOO



Trade Federation ships landed in the swamps of Naboo, as their droid army prepared to take over the peaceful planet. The two stowaways, Jedi Master Qui-Gon Jinn and his apprentice, Obi-Wan Kenobi, quietly slipped off a ship. They hoped to reach Naboo's capital city before the droid army. But soon they were racing for their lives through the trees, dodging blasts from battle droids.

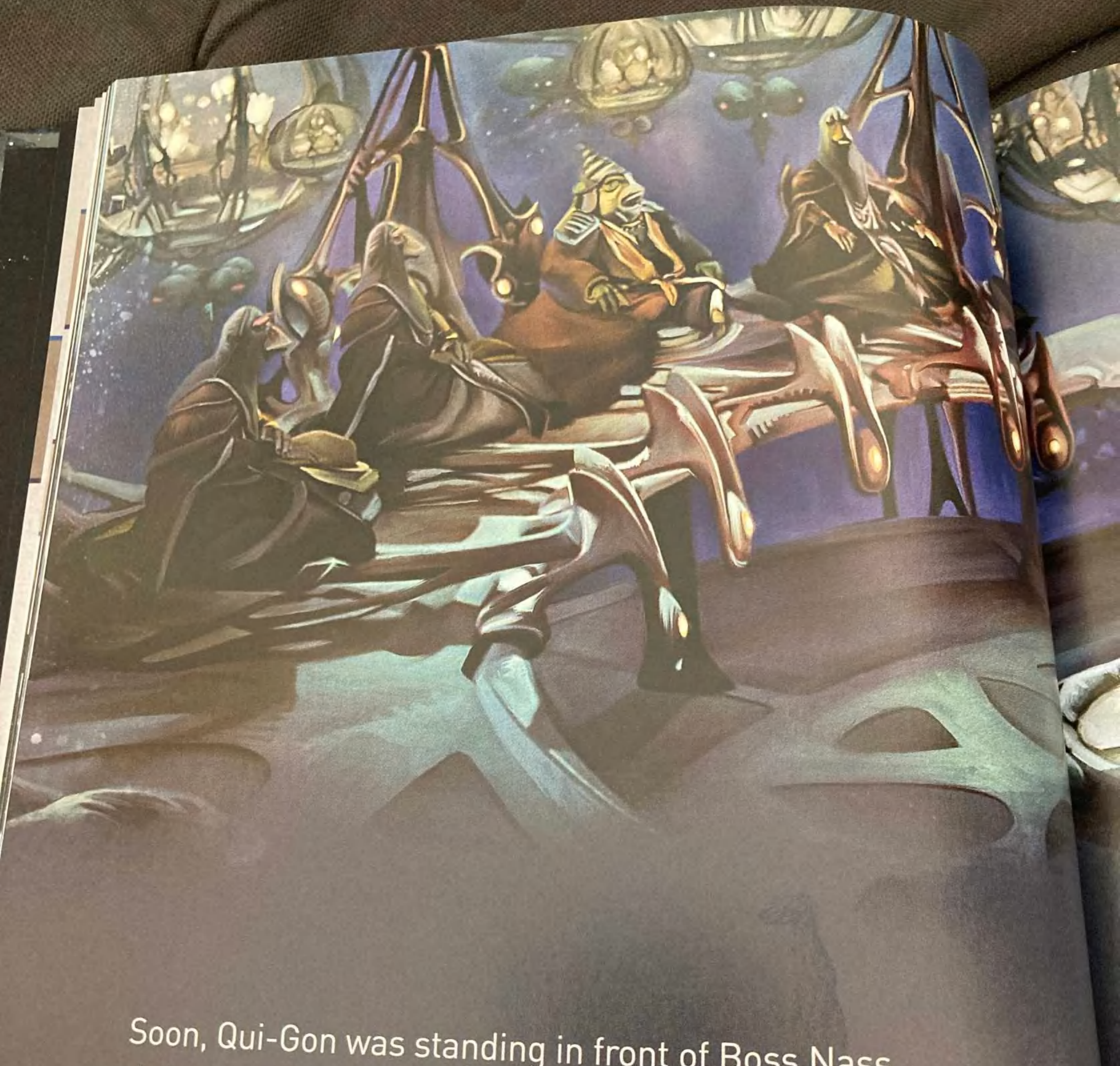


As the army rolled forward, a massive tank barreled toward a long-eared species. Qui-Gon pulled the alien to safety.

The alien was grateful. He introduced himself as Jar Jar Binks.

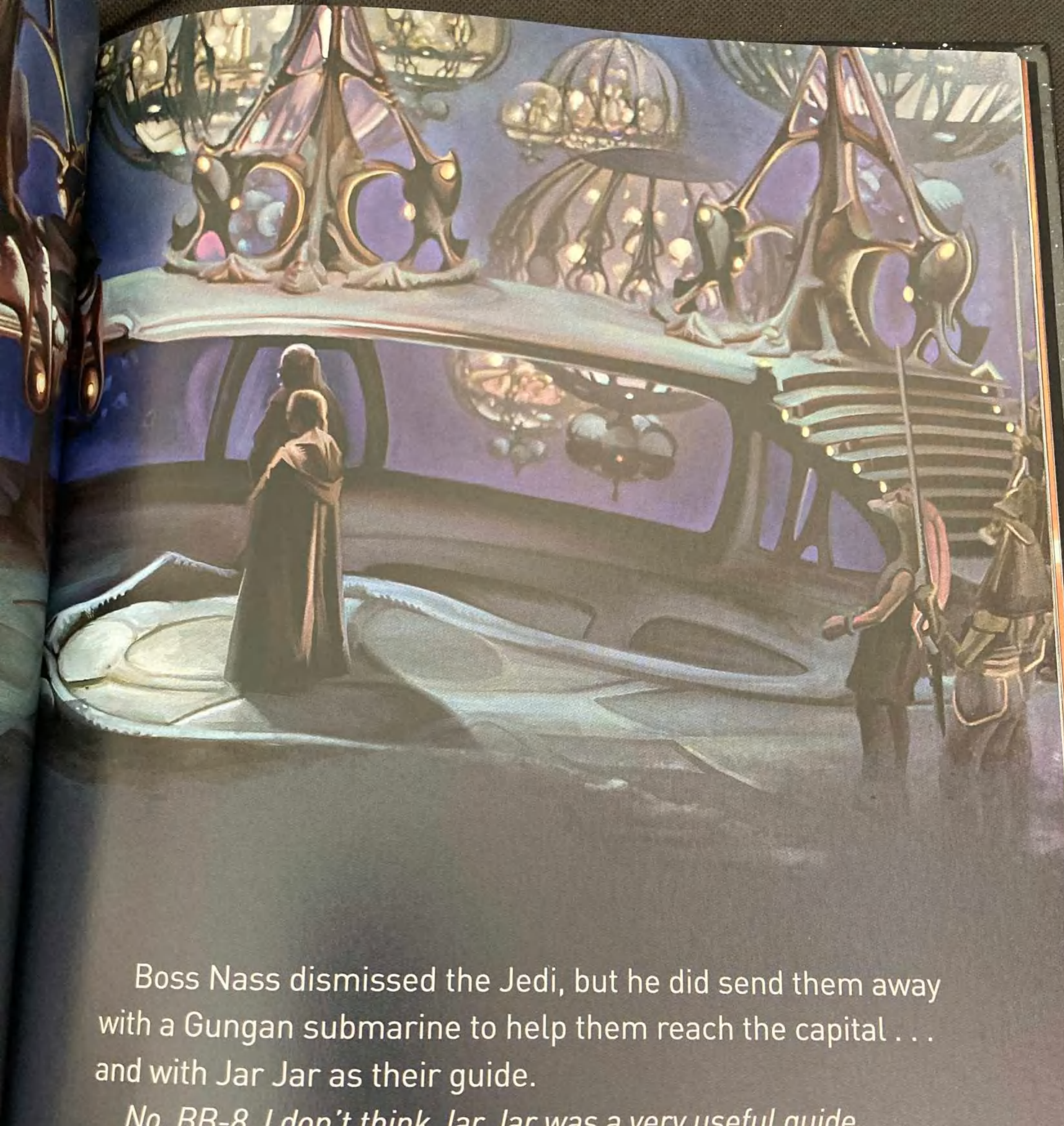
Do you remember Jar Jar, Artoo? He rambled on nearly as much as you do. What's that? I'm the one rambling? I should think not! I'm telling BB-8 a story. Now, do be quiet and let me continue.

Jar Jar was a **Gungan** from a hidden underwater city beneath Naboo. The Jedi told him they needed help getting to the capital, so Jar Jar took them to meet the leader of the Gungans, Boss Nass.



Soon, Qui-Gon was standing in front of Boss Nass, explaining the dangerous threat on the planet's surface.

But the large, green alien did not want to fight the Trade Federation. He was also wary of helping the people living on the surface of Naboo.



Boss Nass dismissed the Jedi, but he did send them away with a Gungan submarine to help them reach the capital . . . and with Jar Jar as their guide.

No, BB-8, I don't think Jar Jar was a very useful guide.

Obi-Wan steered the submarine through the dark, watery core of the planet, but their ship was suddenly wrenched backwards—a monster was trying to eat them!

Oh, BB-8, I don't know why anyone would want to eat a submarine, but this creature certainly did.

Thankfully, the Jedi's ship lurched forward as another, *bigger* fish seized their attacker.



Obi-Wan piloted the submarine, darting between rocks to carry his companions to safety. But the journey had taken them longer than they had hoped. By the time they broke the surface of a lake in Naboo's capital, the droid army had seized control of the city and captured its elected ruler, Queen Amidala.

Qui-Gon and Obi-Wan quickly sneaked into the palace and rescued the young queen and her attendants.

The Jedi needed to take the queen to the safety of Coruscant, the capital of the Republic, where she could urge the Galactic Senate to protect her planet.

They had just set off to find a starship when more pesky battle droids intercepted them!

The hum of lightsabers filled the hangar as Qui-Gon and Obi-Wan destroyed the battle droids. Then they led the queen and her attendants onto a sleek silver starship.

I know, BB-8, it is a bit sad that so many droids were defeated. But these were bad droids. They only followed orders to hurt others. Whereas you and I always try to help others. Oh, alright, yes, Artoo helps others too, from time to time.

The queen's starship raced out of the hanger and sped away from Naboo. But before they could make the leap to the safety of hyperspace, they would need to pass through the Trade Federation's blockade. It was not long before a blast jarred the vessel. Their ship had been hit!



Yes, I know you think this is the best part of the story, Artoo.

Astromech droids acted quickly to repair the queen's ship. Most of the droids were unable to help, but one refused to give up. With enemy fire blasting all around him, the droid worked away until the ship was able to make it past the blockade.

BB-8, that droid was none other than R2-D2!



Yes, yes, back inside the cabin, the queen was quite pleased with you, Artoo. Though I'm not completely sure why. It wasn't as though you had fixed the entire ship.



Qui-Gon knew the ship's hyperdrive was still badly damaged. The party would need to stop for further repairs on the nearby desert planet of Tatooine.

And that's how you and I finally came to meet, didn't we, Artoo?

CHAPTER 3
A PERILOUS PODRACE

Jedi Master Qui-Gon Jinn had the queen's ship make an emergency landing on Tatooine. Qui-Gon and Obi-Wan needed to take Queen Amidala to Coruscant, the capital of the Republic. There she could urge the Senate to help free her planet Naboo from the greedy Trade Federation.

But their ship was badly damaged. Qui-Gon hoped they could locate parts to fix their craft on Tatooine, so they could escort the queen to the Senate before it was too late.





While Obi-Wan remained with the ship, Qui-Gon, Jar Jar Binks, the queen's handmaiden, Padmé, *and yes, you too, R2-D2,* set off to find supplies. They soon entered a shop where they befriended a young slave boy. The boy's master, a winged junk dealer named Watto, had the parts the group needed, but he would not accept Master Qui-Gon's Republic credits for payment.

Yes BB-8, slavery had been outlawed in the Republic. But Tatooine was on the galaxy's Outer Rim, and some of its residents didn't follow the Republic's laws at all.

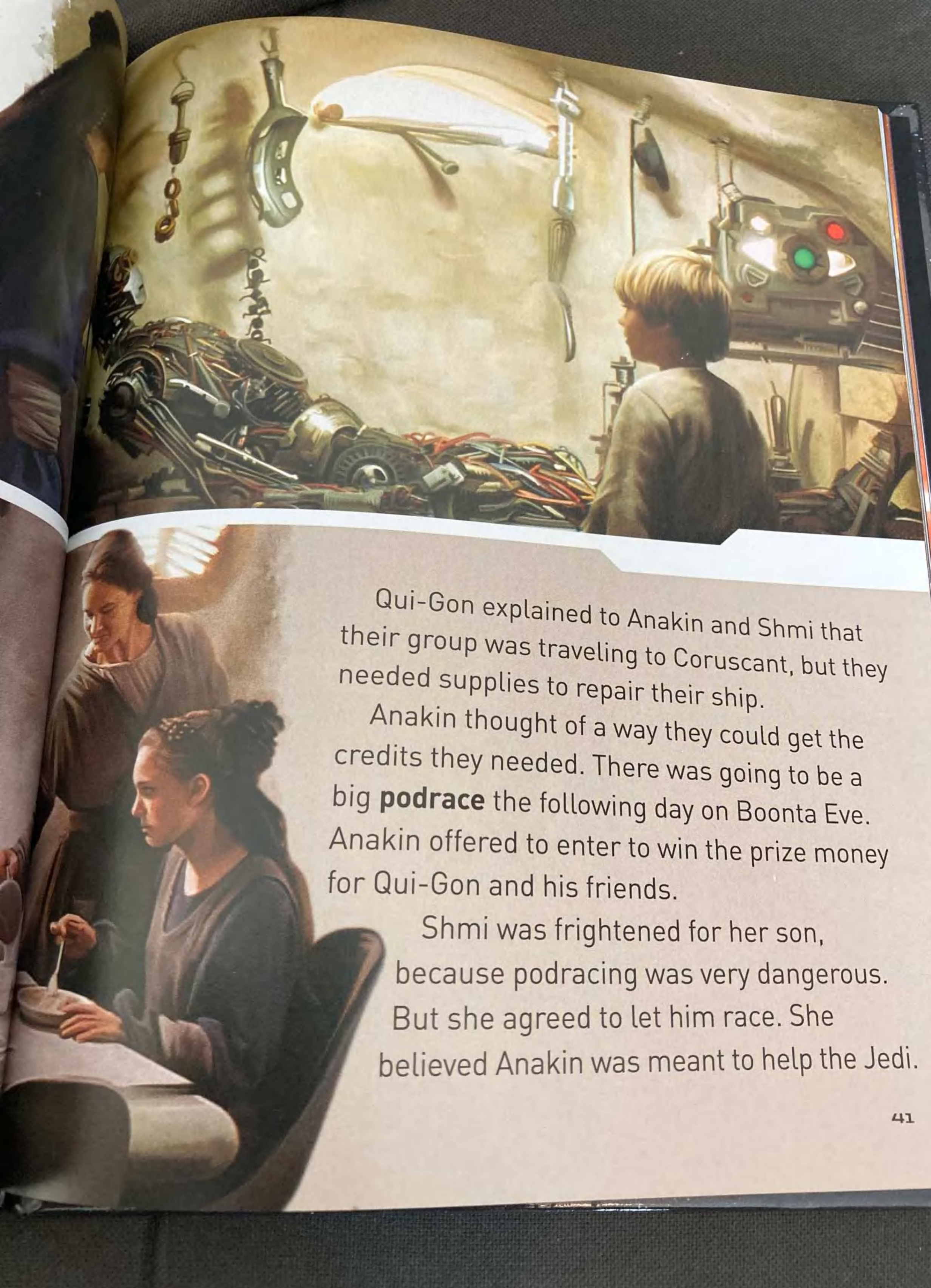
The group left Watto's shop empty-handed, and a sandstorm was brewing.

Watto's young slave, Anakin Skywalker, invited the group to his home to take shelter from the storm.

Anakin introduced his new friends to his mother, Shmi. Then, he proudly showed Padmé—me! C-3PO, a protocol droid he had built himself! Anakin was very gifted—he could build or fix almost anything.

Artoo, don't laugh at me. That was before I had my plating. Well, of course you could see all my circuits!

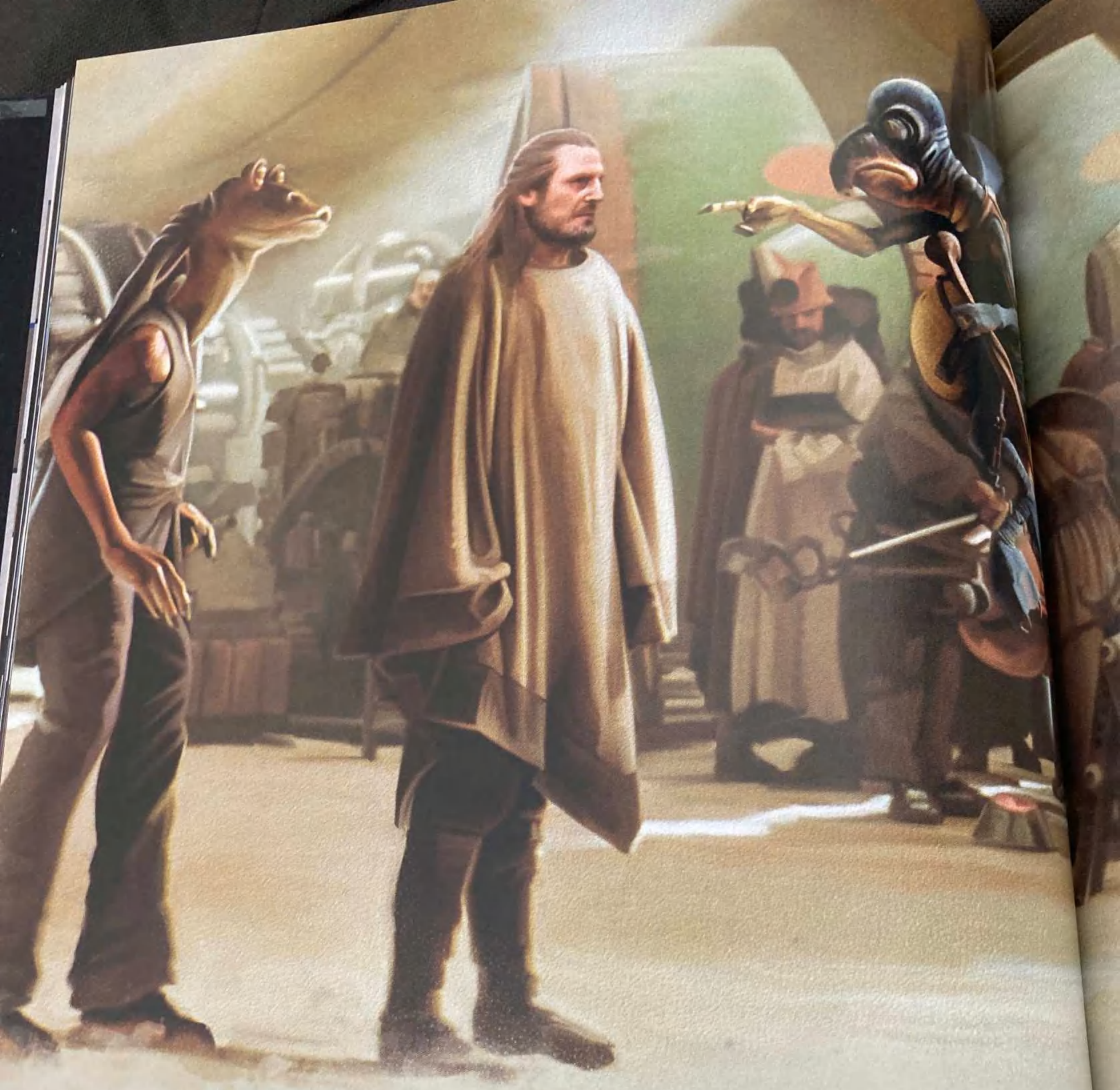




Qui-Gon explained to Anakin and Shmi that their group was traveling to Coruscant, but they needed supplies to repair their ship.

Anakin thought of a way they could get the credits they needed. There was going to be a big **podrace** the following day on Boonta Eve. Anakin offered to enter to win the prize money for Qui-Gon and his friends.

Shmi was frightened for her son, because podracing was very dangerous. But she agreed to let him race. She believed Anakin was meant to help the Jedi.





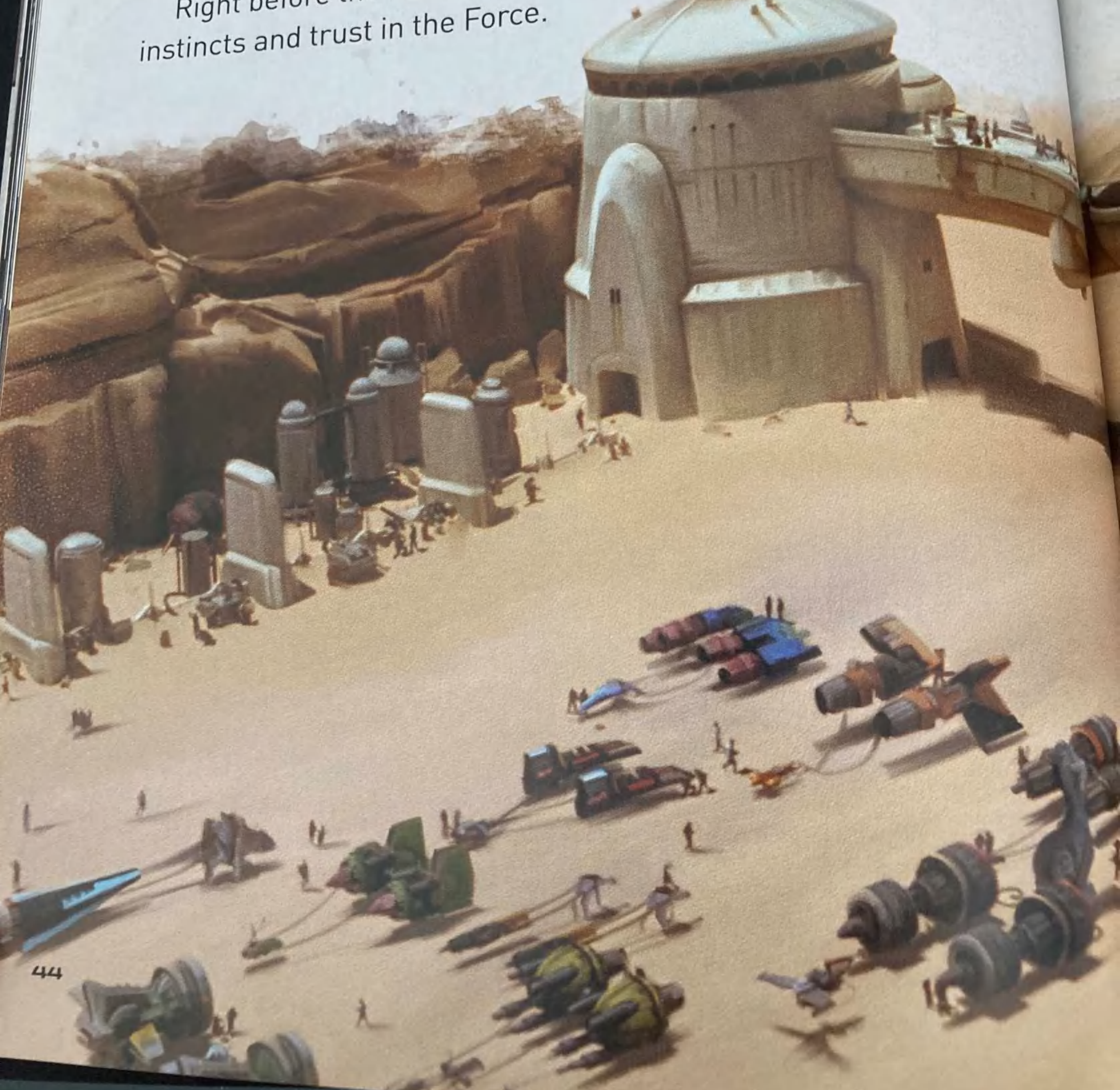
Qui-Gon sensed the Force was strong with Anakin. He wanted to train the boy as a Jedi. When the storm passed, Qui-Gon and Watto negotiated a deal: Anakin could win his freedom if he won the race. Watto wasn't worried about losing, though. He was betting everything on another racer named Sebulba—Sebulba always won!

In my opinion, I think that Sebulba was better at cheating than racing.

On the day of the race, spectators filled the stands and cheered for their favorite podracers. As Anakin moved his ship to the starting line, the boy did not notice Sebulba secretly loosen a piece of his vehicle.

That treacherous fiend! I'm sorry for speaking so, BB-8, but Sebulba is a bad alien.

Right before the race began, Qui-Gon told Anakin to use his instincts and trust in the Force.



Then the wealthy gangster, Jabba the Hutt, rang a gong to start the race.

Oh, BB-8, just you wait. We have more stories about Jabba the Hutt for you later.

Dust billowed behind growling engines as the racers burst forward, rocketing around the first corner of the track.

But Anakin's podracer stalled! He was stuck because of what Sebulba had done to his ship.

Anakin flipped switches and adjusted cords until his podracer roared to life. He was a talented pilot who quickly tore through dangerous turns, avoiding the wreckage of less fortunate podracers. When a vehicle crashed in front of him, Anakin's own podracer spun out of control. But he quickly reattached a loose cable and began his final lap . . . right behind Sebulba!

No, BB-8, podracing does not sound like fun!

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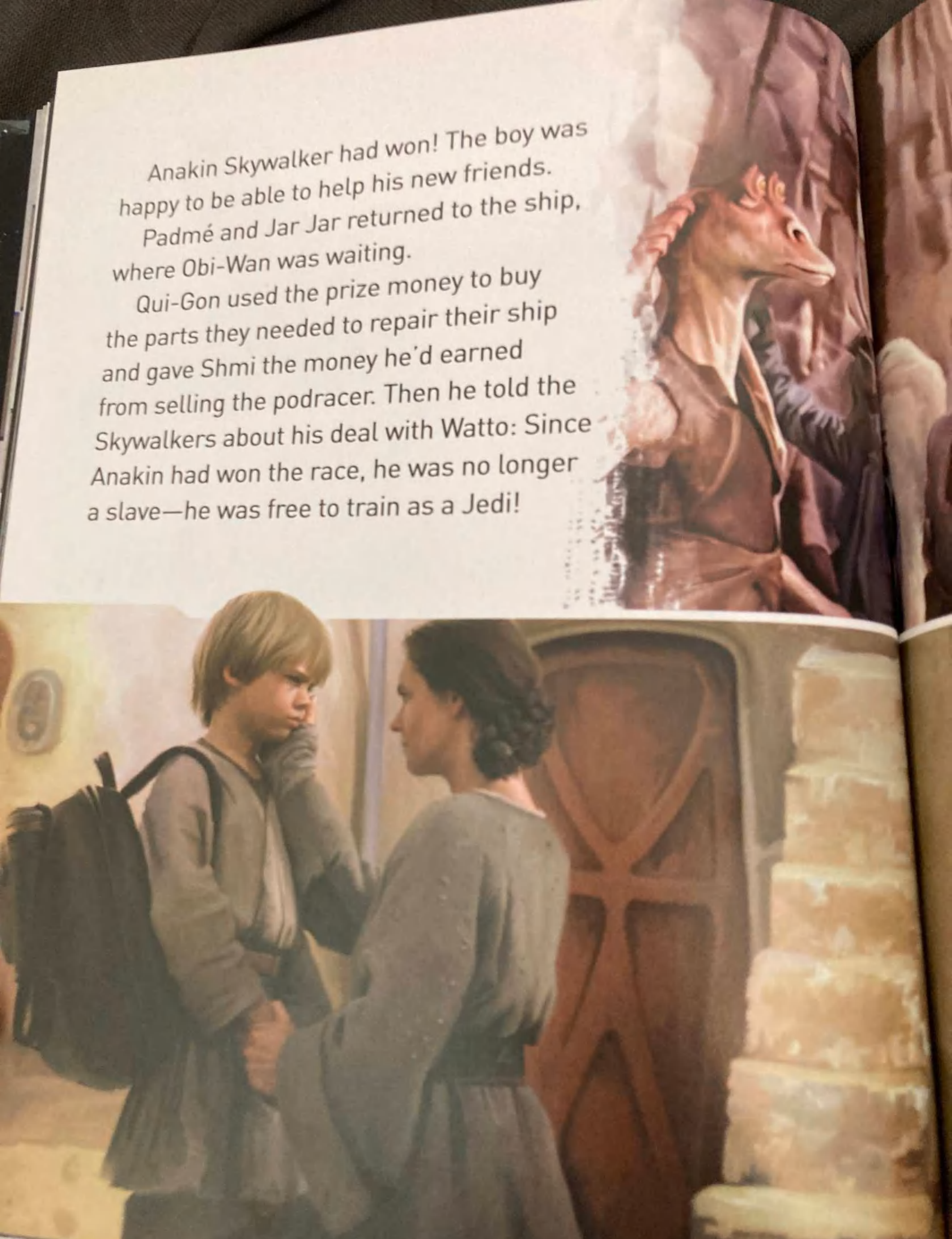
Sebulba slammed into Anakin's podracer, forcing him off course. But Anakin steered back toward the canyon. With a burst of speed, he dropped into the course ahead of Sebulba.



Sebulba struck Anakin's podracer again. But this time, the impact made Sebulba's engine explode. The angry alien crashed into the sand as Anakin sped across the finish line to win the race.

Anakin Skywalker had won! The boy was happy to be able to help his new friends. Padmé and Jar Jar returned to the ship, where Obi-Wan was waiting.

Qui-Gon used the prize money to buy the parts they needed to repair their ship and gave Shmi the money he'd earned from selling the podracer. Then he told the Skywalkers about his deal with Watto: Since Anakin had won the race, he was no longer a slave—he was free to train as a Jedi!





Anakin wanted nothing more than to become a Jedi, *but he did* not want to leave his mother.

Qui-Gon explained that he had tried to free Anakin's *mother*, too, but Watto wouldn't allow it.

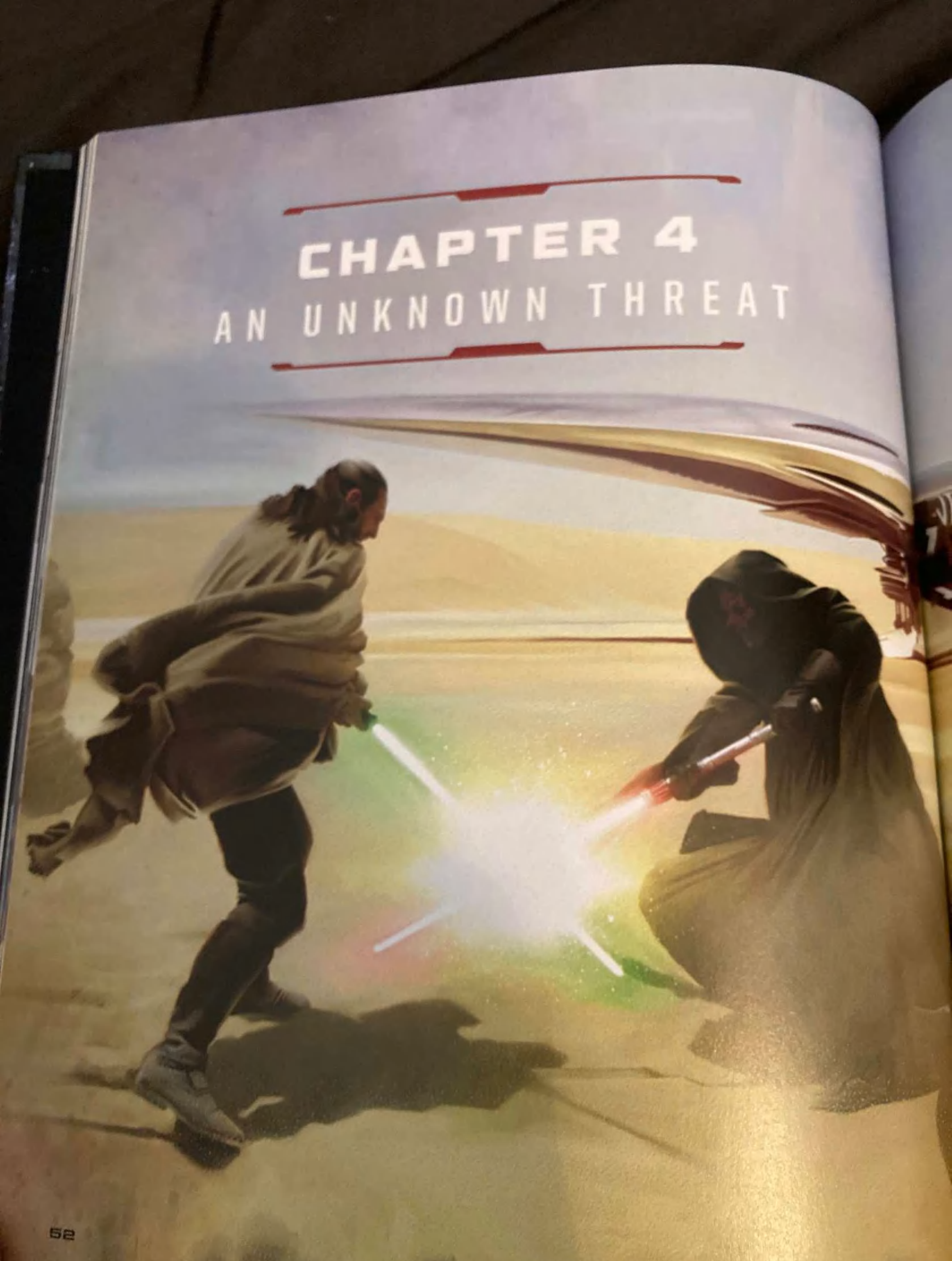
Shmi hugged her son and assured him that they *would* see one another again.

Then she squeezed Anakin's shoulders and nudged him toward Qui-Gon.

Oh, BB-8, it is sad. But Anakin truly was meant to become a Jedi, you'll see. . . .

CHAPTER 4

AN UNKNOWN THREAT



Qui-Gon Jinn and Anakin Skywalker had almost reached the queen's ship when they heard a hover bike boom from behind them.

Qui-Gon shouted at Anakin to get aboard the ship as he whirled around. A cloaked being with a red-and-black face flipped off the hover bike, activated a lightsaber, and launched himself at Qui-Gon!

The buzz of clashing weapons echoed across the desert. The Jedi's green lightsaber trembled against his attacker's red blade. As the silver starship rose from the sand, Qui-Gon leapt onto its lowered ramp. The ship rocketed away, leaving the red-faced menace on Tatooine.

Yes, Artoo, Obi-Wan did say that red lightsabers only belong to the Sith—dark Force wielders. Master Qui-Gon would have known that whoever that was, he certainly wasn't good!

On board, a rattled Qui-Gon introduced Anakin to his apprentice, Obi-Wan Kenobi.

Yes, you were there, too, Artoo. But this story isn't just about you!

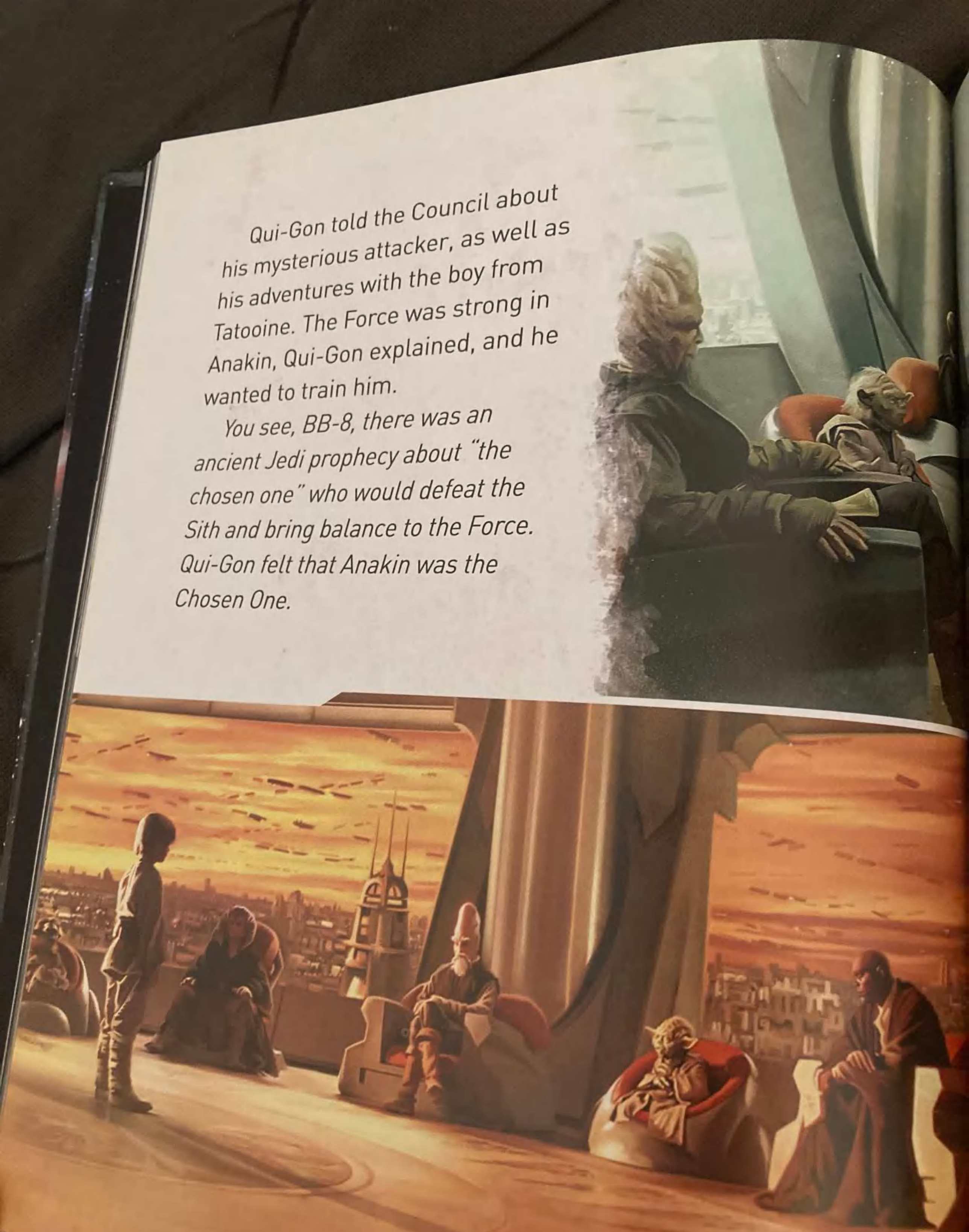


The queen's ship sped toward Coruscant—home to both the Galactic Senate and the Jedi Temple. There, Queen Amidala could urge the senators to help Naboo . . . and Qui-Gon could urge the **Jedi Council** to make Anakin Skywalker a Padawan.



Qui-Gon told the Council about his mysterious attacker, as well as his adventures with the boy from Tatooine. The Force was strong in Anakin, Qui-Gon explained, and he wanted to train him.

You see, BB-8, there was an ancient Jedi prophecy about "the chosen one" who would defeat the Sith and bring balance to the Force. Qui-Gon felt that Anakin was the Chosen One.





The Council agreed to meet with Anakin. But the boy's thoughts were filled with fear . . . and the Council was not certain that he would make a good Jedi.

Nearby, the Galactic Senate denied Queen Amidala's plea to help Naboo. At the urging of her friend Senator Palpatine, the queen called for a vote of no confidence in the Senate's leadership. Surely a different chancellor would defend the queen's suffering planet.

The Senate voted, and they agreed with Queen Amidala.

The Senate nominated Palpatine to be its new leader. He promised Queen Amidala that he would protect Naboo. With Palpatine fighting for her people in the Senate, the queen decided to return home. She would lead her people from the ground.



Back in the Jedi Temple, the Council discussed Anakin's future. A stern Jedi Master named Mace Windu told Qui-Gon that Anakin was too old to be trained as a Padawan. Qui-Gon disagreed. Then a wise old Jedi named Yoda promised that Anakin's fate would be decided later. The Jedi needed to stay focused on protecting the queen and learning more about the mysterious dark warrior Qui-Gon had encountered on Tatooine.

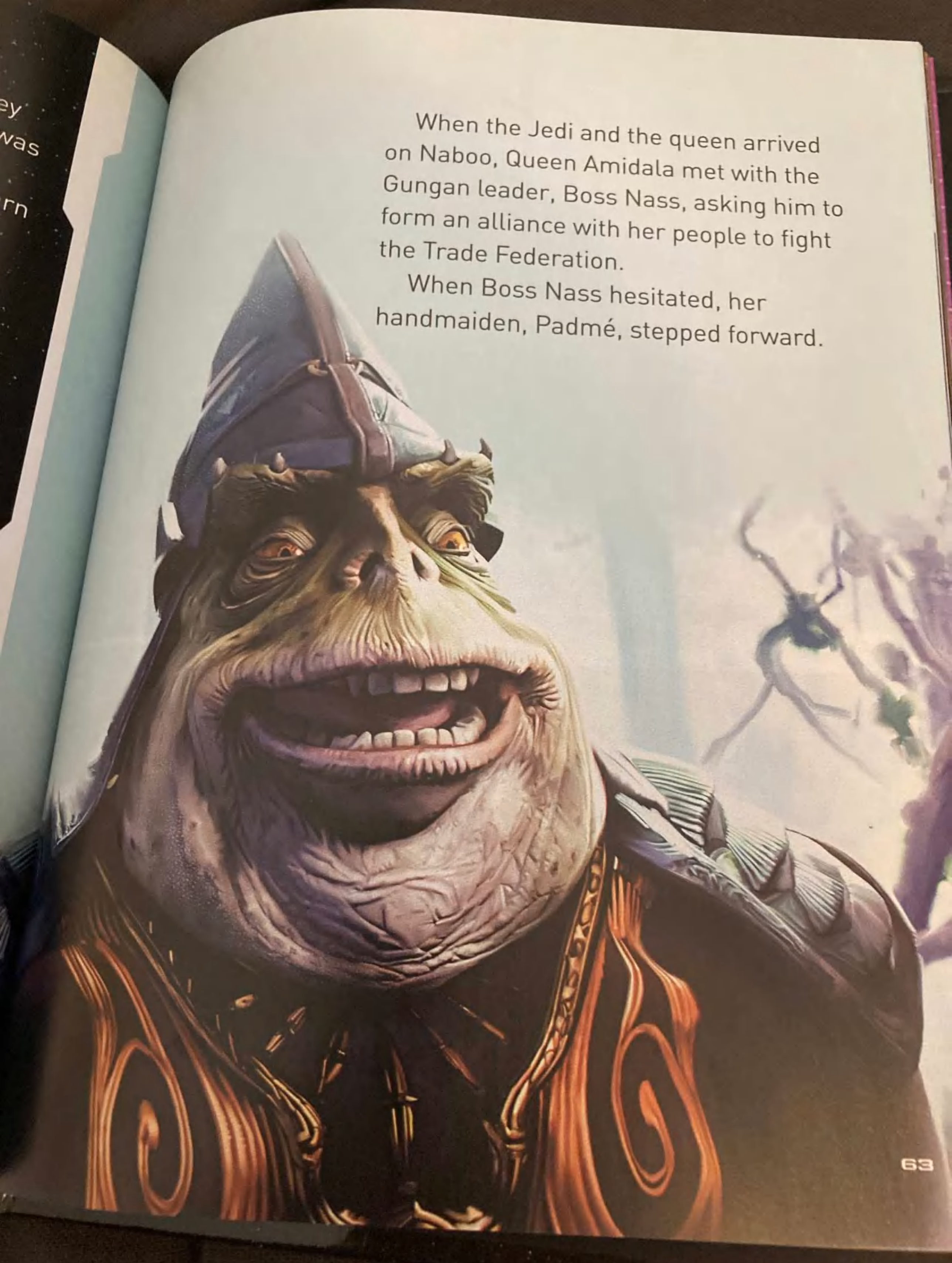


Anakin accompanied the Jedi as they brought the queen back to Naboo. He was disappointed in the Council's decision. But Qui-Gon told the boy he could learn by watching and being mindful.

Wise words to live by. Artoo, I do hope you're paying attention.

When the Jedi and the queen arrived on Naboo, Queen Amidala met with the Gungan leader, Boss Nass, asking him to form an alliance with her people to fight the Trade Federation.

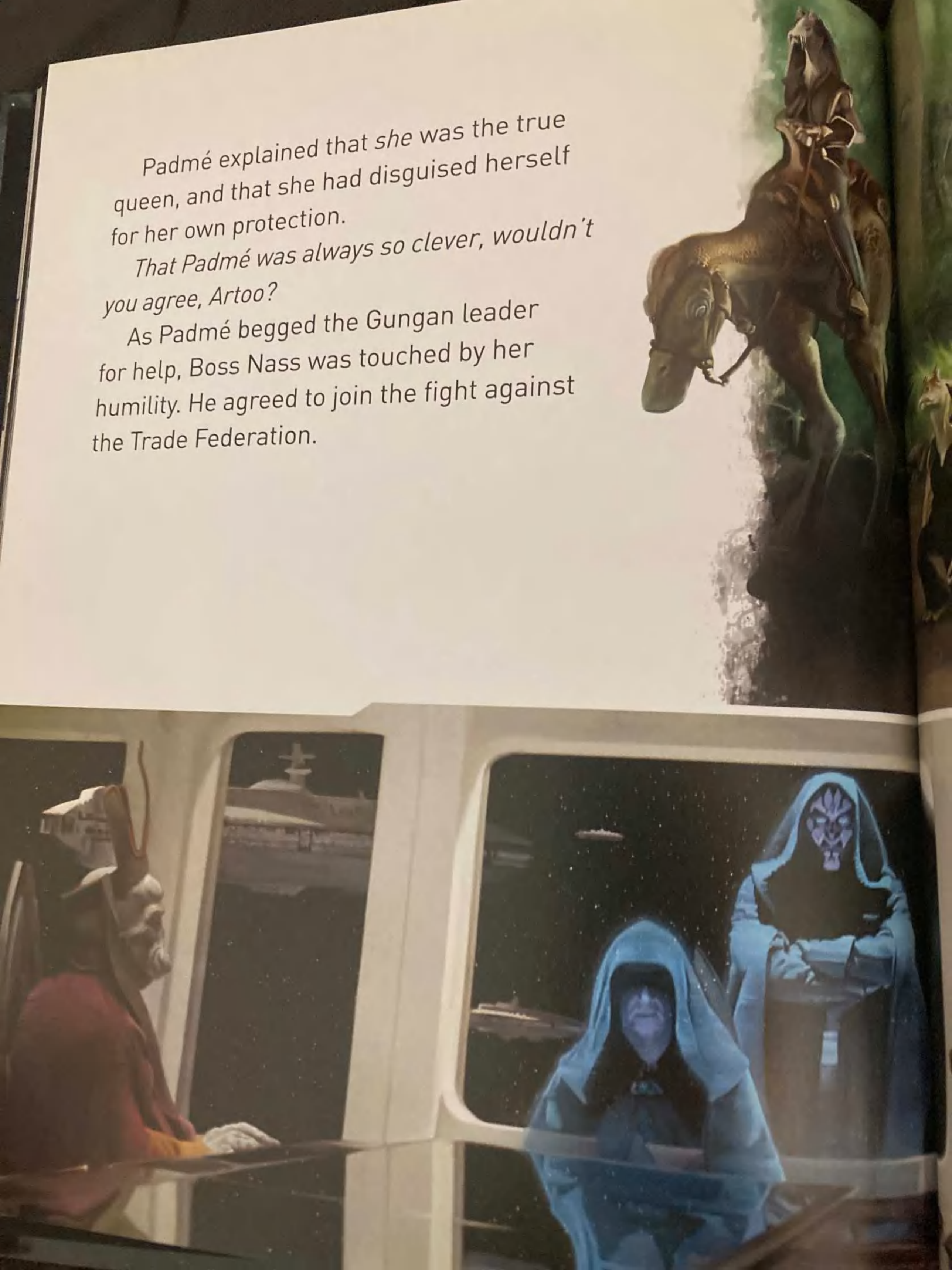
When Boss Nass hesitated, her handmaiden, Padmé, stepped forward.



Padmé explained that *she* was the true queen, and that she had disguised herself for her own protection.

That Padmé was always so clever, wouldn't you agree, Artoo?

As Padmé begged the Gungan leader for help, Boss Nass was touched by her humility. He agreed to join the fight against the Trade Federation.





But the evil Trade Federation was also preparing for a fight.

Darth Sidious trusted the droid army and his apprentice—Qui-Gon's Tatooine attacker—Darth Maul. He was certain that they would prevail.

I know, BB-8, Darth Maul is frightening. But just you wait and see what happens next. . . .

CHAPTER 5
DEFEATING THE DROIDS

The Gungan army soon assembled to defend their home. The evil Trade Federation had taken over Naboo and sent a battalion of battle droids to control the planet! While Gungan soldiers fought on the field, Naboo starship pilots would attack the space station that controlled the droids. If Naboo's citizens were successful, the Trade Federation would fall . . . and their planet would be free.

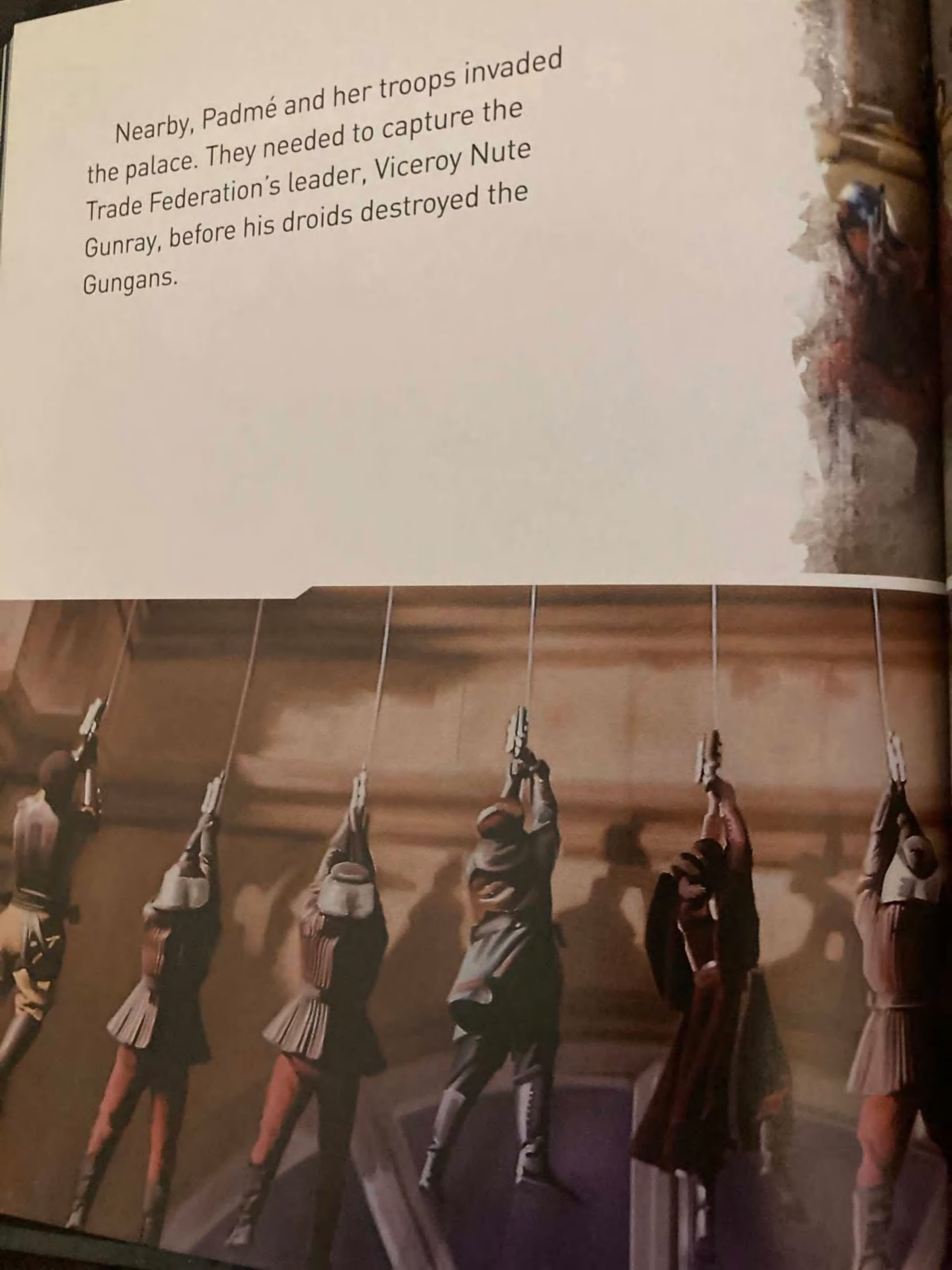




The droid army marched across the field, and the Gungans activated their protective energy shield. The ground trembled as the Trade Federation's tanks thundered forward, and the Gungans grew nervous.

I'd certainly be growing nervous, too! Those battle droids are downright menacing.

Nearby, Padmé and her troops invaded the palace. They needed to capture the Trade Federation's leader, Viceroy Nute Gunray, before his droids destroyed the Gungans.



Padmé Amidala and her guards used ascension guns to scale the building . . . and take Nute Gunray by surprise. They captured the viceroy!

No, BB-8, I do not know where you could find an ascension gun, and I'm glad for it! I like to stay firmly planted on the ground, and so should you.

Back on the battlefield, the Gungans watched anxiously as wave upon wave of robotic soldiers emerged from the Trade Federation tanks.

In unison, the battle droids turned, sending a sea of blasts straight at their opponents.

The Gungan army fired back, but nothing deterred the droids. They simply marched right *through* the protective shield . . . and straight for the Gungans!

With the droids approaching, the Gungans had no choice but to run.

The Gungan soldiers, including Jar Jar, retreated as quickly as they could.

I can't say that I blame them, BB-8. I'd have done the same.

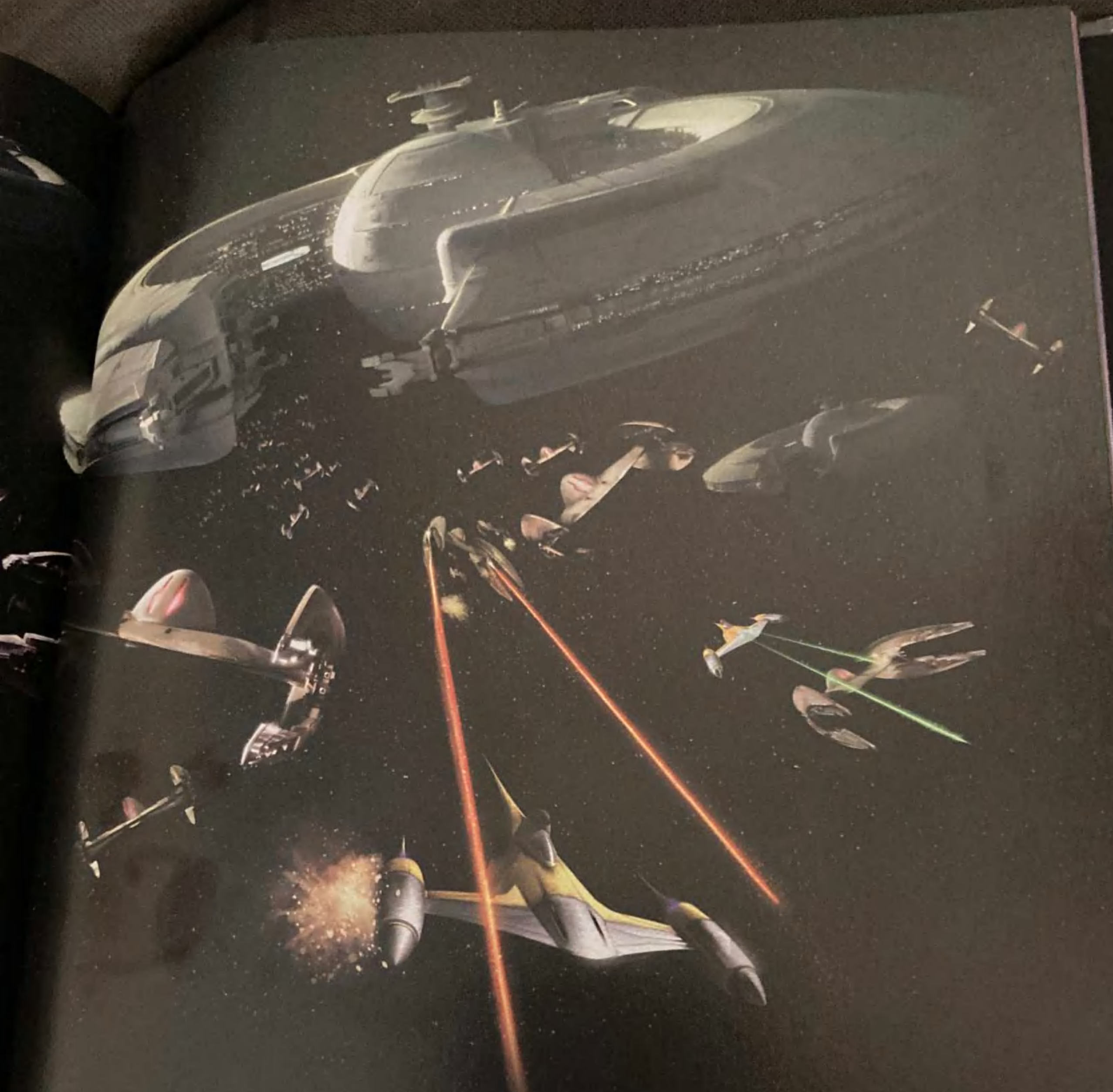


Nearby in the hangar, Anakin hid inside a starship, along with R2-D2. Qui-Gon had ordered them both to stay out of danger. But then Anakin accidentally activated the ship's autopilot. Soon they were both soaring out of the hangar, headed straight for the battle around the Trade Federation's blockade.

I can't believe you let that happen, Artoo! What's worse, is you then took the ship off autopilot, didn't you?



Thankfully, Anakin was a skilled pilot who steered the ship through the battle. But then a blast struck the starship. It crashed *inside* the space station.



Anakin set to work restoring power to the starship, but in the process, he accidentally fired two torpedoes into the station's main reactor and the walls began to collapse!

Anakin turned the ship around and escaped seconds before the space station exploded!

I will never forgive you for endangering young Master Anakin like that, Artoo. No, BB-8, it does not sound like an exciting adventure. It sounds like a perfectly good way to be destroyed!

With the space station eliminated, the battle droids on the field lowered their blasters and powered down. They had been deactivated. The battle was over!

The Gungans jumped up and down, celebrating their victory. Thanks to their bravery, Padmé's determination, and Anakin's fearless flying, Naboo was free!

But there was one last threat on the planet.

CHAPTER 6
ATTACK OF THE SITH

Jedi Master Qui-Gon Jinn and his apprentice, Obi-Wan Kenobi, raced through the palace on Naboo to join Padmé. Suddenly, a Sith Lord stepped into their path. With his black cloak, pointed horns, and red-and-yellow eyes, Darth Maul was every bit as frightening as he had been on Tatooine. And now when he activated his lightsaber, it blazed with *two* crimson blades.

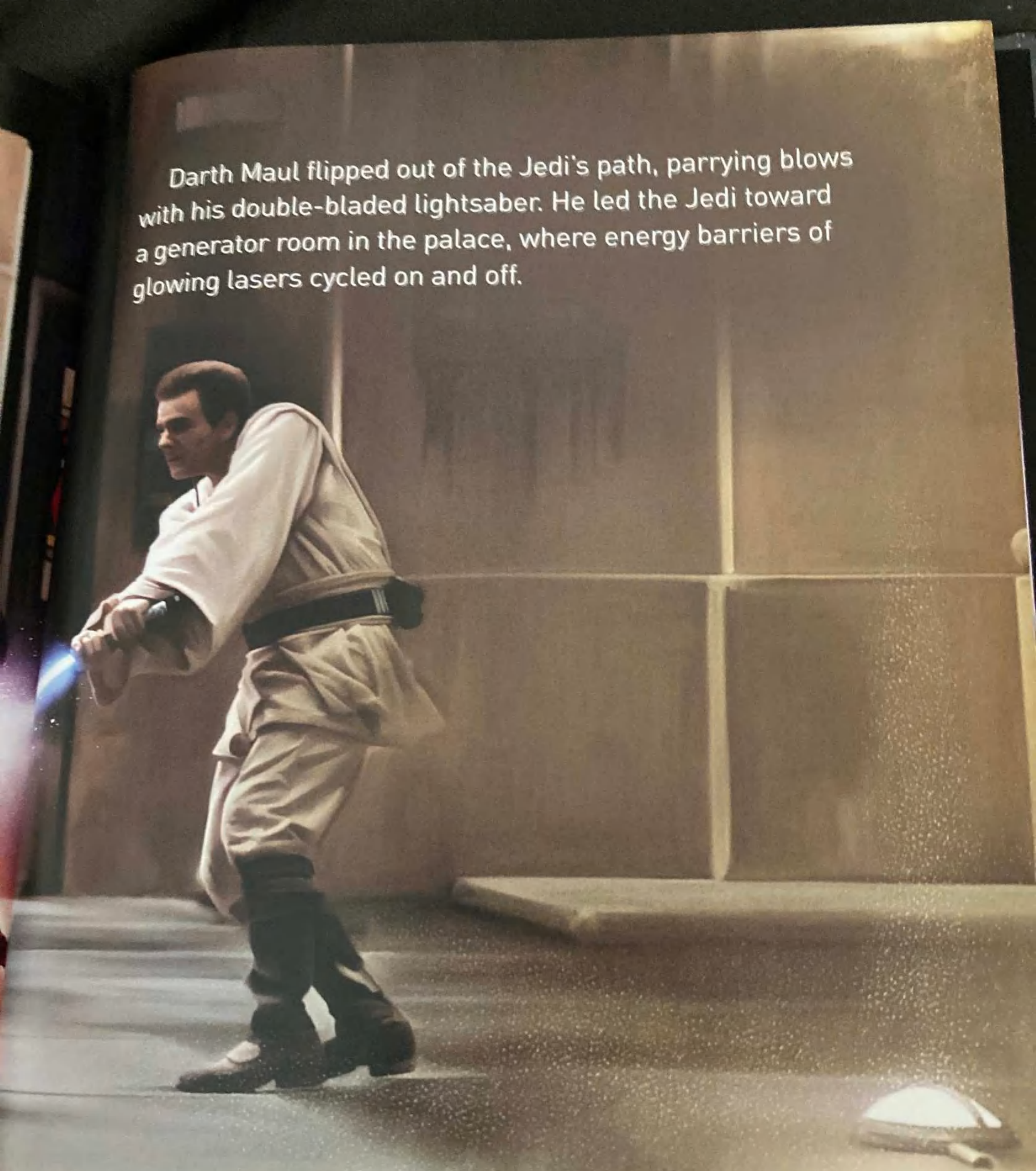
My goodness! Two blades—how dreadful!

But the Jedi were determined not to let the dark warrior get away. They drew their own lightsabers and charged.





Darth Maul flipped out of the Jedi's path, parrying blows with his double-bladed lightsaber. He led the Jedi toward a generator room in the palace, where energy barriers of glowing lasers cycled on and off.

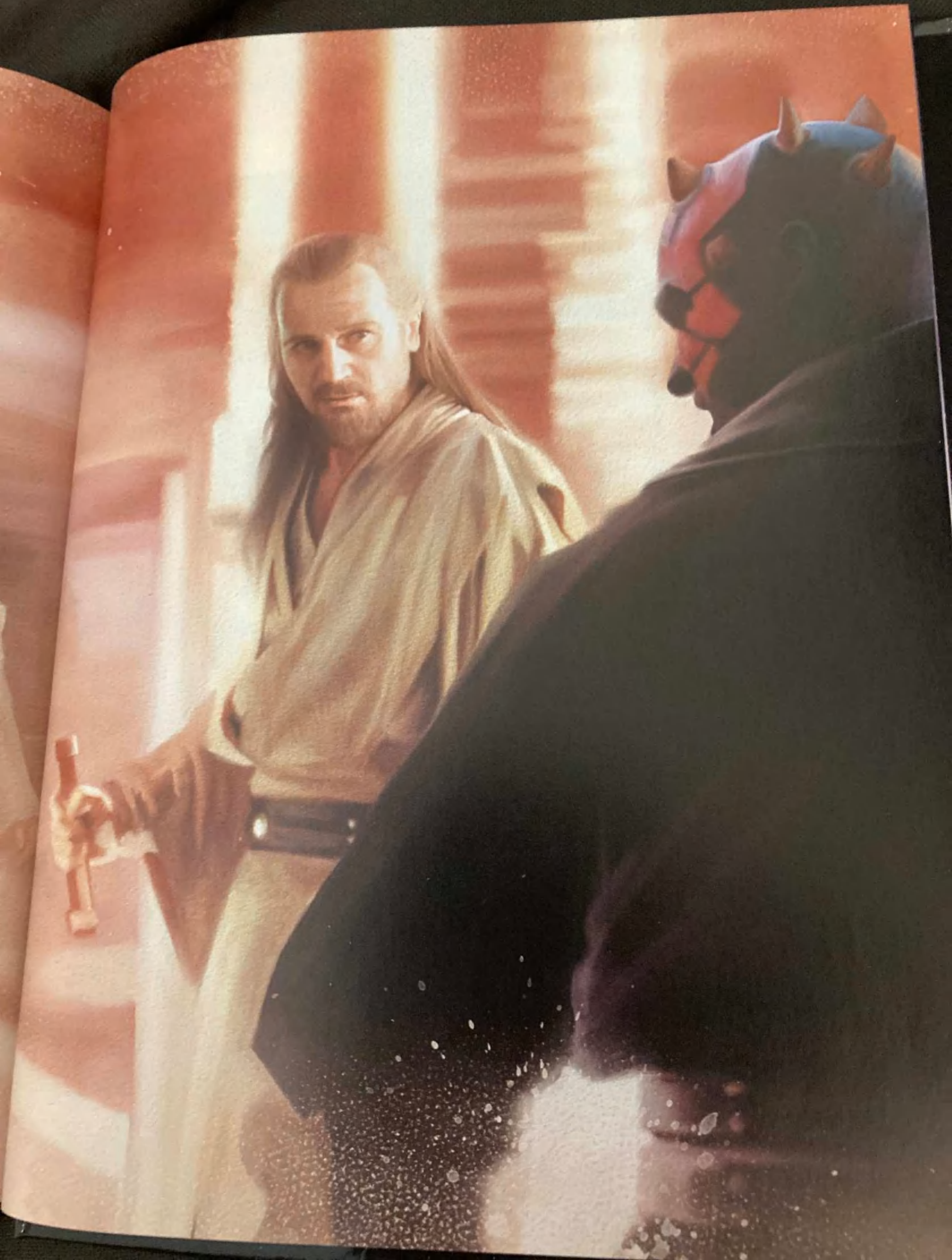


Darth Maul carefully timed his entrance through the barriers and stepped into a round room that housed the generator's core.

The Jedi followed, but Qui-Gon reached Darth Maul first. Inside the room, a narrow ledge bordered a pit that dropped into a dark abyss.

Qui-Gon boldly battled the Sith Lord atop the ledge. The Jedi fought fiercely, but Darth Maul's twin red blades easily deflected the Jedi's lone green one. Obi-Wan watched helplessly, trapped behind a barrier of light, as Darth Maul delivered a fatal blow to Qui-Gon.





When the energy barrier opened, Obi-Wan burst forward. He leapt for Darth Maul, his lightsaber ready to counterattack each of the dark warrior's blows.

BB-8, are you too scared? Would you like me to stop? Alright, if you're sure. I'll keep going. . . .

The Sith Lord called on the Force, using the dark side to fling Obi-Wan into the pit!

The young Jedi's lightsaber tumbled into the darkness, as he clung to a small ledge. Thinking quickly, Obi-Wan called on the light side of the Force and summoned Qui-Gon's lightsaber. Then he leapt out of the pit, using his master's weapon to defeat the Sith Lord and send Darth Maul tumbling into the endless abyss.

Well done, Master Kenobi!



Obi-Wan raced to his master's side.
Qui-Gon made the younger Jedi promise
that he would train Anakin as his Padawan.
Then Qui-Gon became one with the Force.
You see, BB-8, when Jedi pass away, they
become part of the Force that binds the galaxy
together. It is sad, but they are not truly gone.





Obi-Wan was still badly shaken when Anakin returned from destroying the space station. The two stood together as newly-elected Supreme Chancellor Palpatine arrived on Naboo. He praised Obi-Wan and Anakin for their bravery.

The Jedi Council was also impressed. They advanced Obi-Wan to the rank of Jedi Knight. He would no longer train under another Jedi. Instead, Obi-Wan urged Yoda to let him fulfill his promise to Qui-Gon by taking Anakin as his Padawan learner. Yoda reluctantly agreed.





That night, Masters Yoda and Windu shared their concern about Darth Maul.

You see, BB-8, there is a saying about the Sith: "Always two there are, a master and an apprentice."

But Master Yoda and Master Windu did not know which one had been destroyed.

Though worry weighed on the Jedi, Naboo had much to celebrate. Their planet was finally free from the Trade Federation! As Padmé awarded Boss Nass the Globe of Peace for their victory, Anakin looked on. The boy now wore the telltale robes and braid of a Padawan learner. He was proud to stand beside his friends, and to begin the journey that would no doubt change the course of his life—and the future of the galaxy—forever.

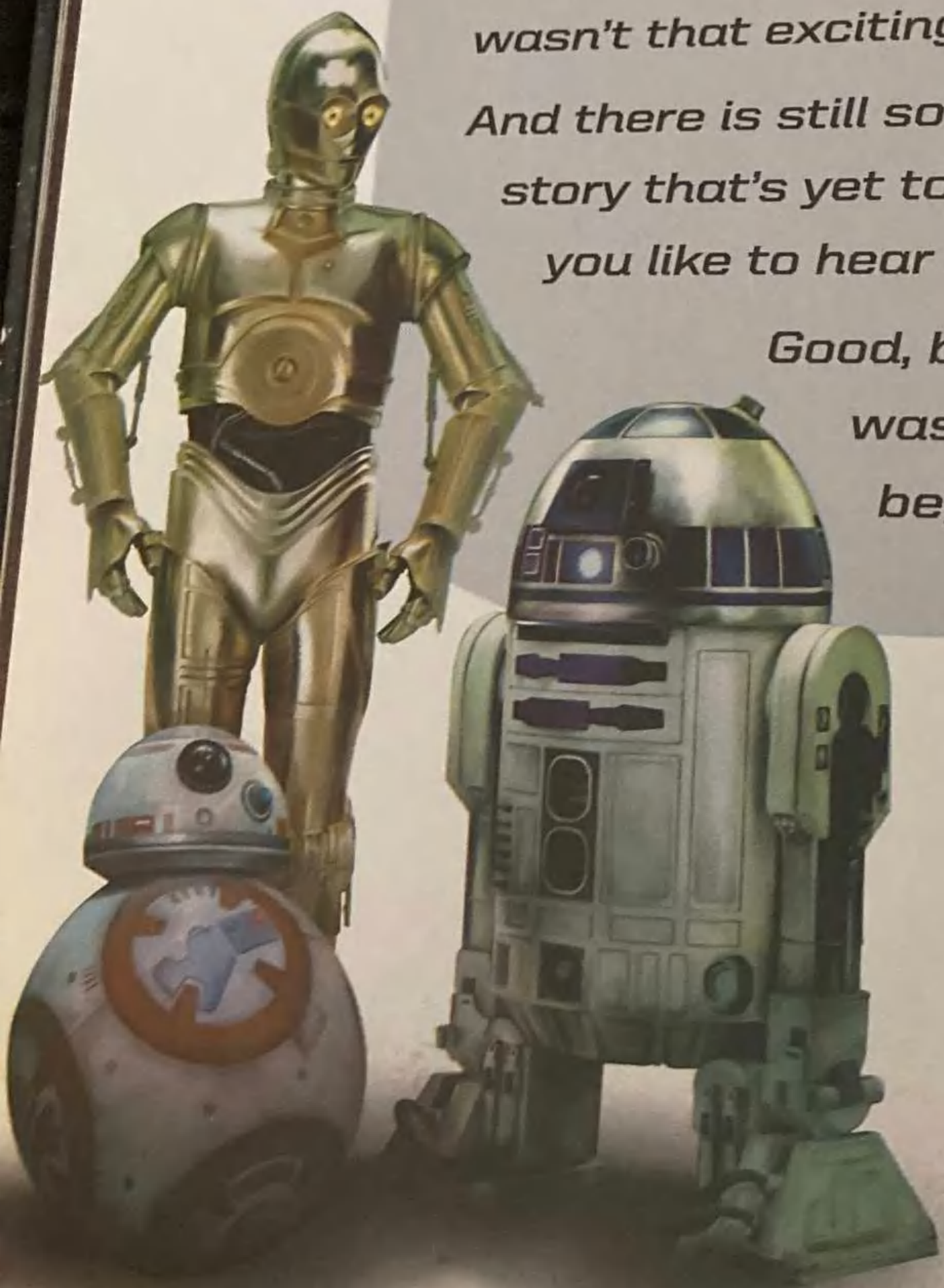




My goodness,
wasn't that exciting?

And there is still so much more of the story that's yet to be told. Would you like to hear it, BB-8?

Good, because that was only the beginning. . . .



STAR WARS

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HELLO. I AM C-3PO, *human-cyborg relations. I have many fascinating stories to share about epic adventures that have taken place across the galaxy, including this tale about two brave Jedi Knights, a courageous queen, and a young boy who enters a dangerous podrace to help his friends. It also happens to be the story of my first meeting with my associate, R2-D2.*



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